

Address changed to:  
8th Floor, Kailey Tower,  
16 Stanley Street, Central, Hong Kong.

富榮秘書服務有限公司

3rd Floor, Kailey Tower, 16 Stanley Street, Central, Hong Kong.  
香港中環士丹利街十六號騏利大廈三樓  
Tel: 2827 1778 • Fax: 2827 4790 • E-mail: fw@fairwind.com.hk

9th Floor, Kailey Tower, 16 Stanley Street, Central, Hong Kong.  
香港中環士丹利街十六號騏利大廈九樓  
Tel: 2827 4836 • Fax: 2827 4836 • E-mail: fw@fairwind.com.hk

Your Ref:

Our Ref: S/5411/89 LTO/sl

Securities and Exchange Commission,  
Division of Corporate Finance,  
Office of International Corporate Finance,  
Room 3045 (Stop 3-4),  
450 Fifth Street,  
Washington, D.C. 20549,  
United States of America.

SUPPL

8th February, 2007

RECEIVED  
2007 FEB 27 A 11:39  
OFFICE OF INTERNATIONAL  
CORPORATE FINANCE

Ladies and Gentlemen,

Re: Starlight International Holdings Limited  
("the Company")  
Rule 12g3-2(b) Exemption  
File No.82-3594

Pursuant to Rule 12g3-2(b)(1)(iii), and on behalf of the Company, enclosed are the documents described on Annex A hereto for your attention.

These documents supplement the information previously provided with respect to the Company's request for exemption under Rule 12g3-2(b), which was established on January 11, 1994.

This information is being furnished with the understanding that such information and documents will not be deemed "filed" with the SEC or otherwise subject to the liabilities of Section 18 of the Securities Exchange Act of 1934 (the "Exchange Act"), and that neither this letter nor the Company is subject to the Exchange Act.

Please do not hesitate to contact the undersigned at (852) 2827 4748 in Hong Kong if you have any questions.

Thank you for your attention.

Yours faithfully,  
For and on behalf of  
FAIR WIND SECRETARIAL SERVICES  
LIMITED

LO Tai On  
Director

Enc.  
c.c. the Company

PROCESSED

MAR 2 2007

THOMSON  
FINANCIAL

Annex A to Letter to the SEC  
Dated 8th February, 2007 of  
Starlight International Holdings Limited

The documents checked below are being furnished to the SEC to supplement information provided with respect to the Company's request for exemption under Rule 12g3-2, which exemption was established on January 11, 1994:-

**DESCRIPTION OF DOCUMENT**

1. Title : Notification of movement of securities in Hong Kong

Date : 31st January, 2007

Entities requiring item: HKSE pursuant to Exchange Listing Agreement; and

Monthly Return on Movement of Listed Equity Securities  
for the month ended 31st January, 2007

The Research & Planning Department of The Stock Exchange of  
Hong Kong Limited

Company: Starlight International Holdings Limited  
(Name of Company)

Mr. Peter LEE Yip Wah Tel No.: 2827 1778  
(Name of Responsible Official)

Date: 5th February, 2007

(A) Information of Types of Listed Equity Securities:  
(please tick wherever applicable)

- |                            |                                     |                       |  |
|----------------------------|-------------------------------------|-----------------------|--|
| 1. Ordinary shares         | <input checked="" type="checkbox"/> | 2. Preference shares: |  |
| 3. Other classes of shares | <input type="checkbox"/>            | please specify:       |  |
| 4. Warrants                | <input type="checkbox"/>            | please specify:       |  |

END

|  |                            |   |  |         |
|--|----------------------------|---|--|---------|
| <b>CONVERTIBLES*</b><br>Class  | Units                      | Converted<br>(Units)  | Units  |         |
| Convertibles Notes<br>Convertible price: HK\$ _____  | N/A                        | N/A   | N/A  |         |
| <b>OTHER ISSUES OF SHARES*</b><br>Rights Issue<br>Placing<br>Bonus Issue<br>Scrip Dividend<br>Repurchase of share<br>Redemption of share<br>Consideration issue<br>Others (Please specify) | Price:<br>Price:<br>Price: | Issue and allotment Date:<br>Issue and allotment Date:<br>Issue and allotment Date:<br>Issue and allotment Date:<br>Cancellation Date:<br>Redemption Date:<br>Issue and allotment Date:<br>Issue and allotment Date:<br>Issue and allotment Date: | Total No. of ordinary shares/preference shares/other classes of shares increased/(decreased) during the month: | 250,000 |

Remarks:

Authorised Signatory:

Name: Peter LEE Yip Wah  
 Title: Secretary

Note:

All information contained in this form may be reproduced and provided to other information vendors or users of market data at the sole discretion of the Stock Exchange without prior notification to the company/issuer.  
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